

P96000026754

Mr. John R. Beebe
16380 One Mile Road
Delray Beach, Florida 33446
407-498-2927

March 20, 1996
VIA FEDERAL EXPRESS

Corporate Records Bureau
George Firestone Building
409 E. Gaines Street
Tallahassee, Florida 32399

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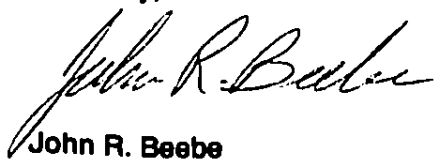
RE: Arlington Farms, Inc.

To Whom It May Concern:

Find enclosed Articles of Incorporation for Arlington Farms, Inc. and also Certificate of Registered Agent. I have included my check in the amount of \$122.50 which includes receiving a certified copy for my files.

Please expedite this request for incorporation as quickly as possible, as I am currently waiting to do business. Should you have any questions regarding this matter, please do not hesitate to contact me at 407-498-2927. Thank you in advance for your time.

Sincerely,


John R. Beebe

Enclosures

95MAR 21 11 05 AM '96
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63 3/27/96

**Articles of Incorporation
of
Arlington Farms, Inc.**

RECORDED
\$11.00 21 JUN 1952

We, the undersigned, natural persons competent to contract, hereby associate ourselves together in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of an act of the legislature of the State of Florida, approved June 1, 1925, and the acts amendatory thereto, do hereby subscribe to this Certificate of Incorporation.

**ARTICLE ONE
Name**

The name of the corporation is: Arlington Farms, Inc.

**ARTICLE TWO
Nature of Business**

The nature of the business is to engage in equine/equestrian activities; such as boarding, training, and transporting horses, and the manufacturing of jumps, trunks and related items. The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable, or desirable for the furtherance of the corporate objectives express above.

**ARTICLE THREE
Capital Stock**

The amount of the total authorized capital stock of the corporation shall be one thousand (1000) shares and \$.10 par value. The whole or any part of the capital stock of the corporation shall be payable in lawful money of the United States of America, or property, labor or services at a just valuation as shall be fixed by the Directors.

**ARTICLE FOUR
Capital Stock**

The amount of capital with which the corporation shall begin business shall not be less than one hundred dollars (\$100.00US).

**ARTICLE FIVE
Terms of Existence**

The corporation shall have perpetual existence.

Arlington Farms, Inc.
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**ARTICLE SIX
Fiscal Year**

The above stated corporation shall exist and operate under a calendar year.

**ARTICLE SEVEN
Location**

The street, address, city, county, state in which the principle offices of the above stated corporation are as follows: 16380 One Mile Road, Barn #3, Delray Beach, County of Palm Beach, State of Florida.

The Board of Directors may from time to time designate such other address and place for the principle office of this Corporation as it may see fit.

**ARTICLE EIGHT
Board of Directors**

The Board of Directors shall consist of not less than one (1), nor more than four (4) directors. The number of directors may be increased or diminished from time to time by the by-laws, but shall never be less than one (1).

**ARTICLE NINE
Initial Directors**

The names and addresses of the first Board of Directors, who, subject to the provisions of this Certificate of Incorporation, the by-laws and Act of Legislature approved June 1, 1925, and the acts amendatory thereto, shall hold office for the first year of the corporation's existence, or until their successors are elected, and shall have qualified are the following:

<i>Name</i>	<i>Address</i>
John R. Beebe	16380 One Mile Road Delray Beach, Florida 33446

**ARTICLE TEN
Corporate Officers**

The initial corporate officers are as follows:

<i>Title</i>	<i>Name</i>	<i>Address</i>
President	John R. Beebe	16380 One Mile Road Delray Beach, Florida 33446
Secretary	Joan H. Beebe	16380 One Mile Road Delray Beach, Florida 33446
Treasurer	Darlene B. Rowley	16380 One Mile Road Delray Beach, Florida 33446

Arington Farms, Inc.
Articles of Incorporation

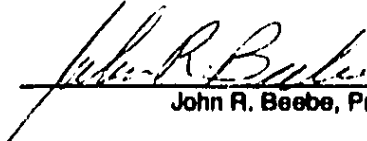
ARTICLE ELEVEN

The names and address of each subscriber of this Certificate of Incorporation and the number of shares of stock each subscriber agrees to take are as follows:

Name	Address	Shares	Cash Value Paid
John R. Beebe	16360 One Mile Road Delray Beach, Florida 33446	1000	\$100.00

ARTICLE TWELVE Registered Agent

The initial registered agent of this corporation shall be: John R. Beebe.
I hereby am familiar with and accept the duties and responsibilities of the registered agent of the said corporation.


John R. Beebe, President/Director

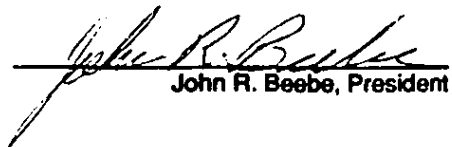
ARTICLE THIRTEEN Effective Date

The Articles of Incorporation shall be effective upon filing with the Secretary of State, State of Florida.

ARTICLE FOURTEEN Shareholder's Agreement

The nature of the restrictions and agreements as to the distribution of profits and capital, and the trading of stock and other covenants governing the business and conduct of the corporation are more fully described in that certain Stockholder's Agreement on file with the Secretary of the Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal acknowledged and file the foregoing Articles of Incorporation under the laws of the State of Florida, this 26 day of MARCH, 1996.


John R. Beebe, President

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY
BE SERVED**

**IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:**

That, Arlington Farms, Inc., desiring to organize or qualify under the laws of the State of Florida, with it's registered office located at 16380 One Mile Road, Barn #3, Delray Beach, State of Florida, has named John R. Beebe (Registered Resident Agent), located at 16380 One Mile Road, Barn #3, Delray Beach, Florida 33446.